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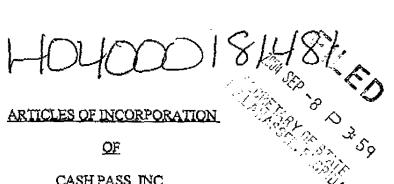
FLORIDA PROFIT CORPORATION OR P.A.

cash pass, inc.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

755-08-500d





CASH PASS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: <u>CASH PASS</u>, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 1550 NE Miami Gardens Drive, Suite 305, North Miami Beach, Florida 33179 ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock, par value \$.01.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Gene S. Rosen. Attorney At Law, 1550 NE Miami Gardens Drive, Suite 305, North Miami Beach, Florida 33179 ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is: Gene S. Rosen, Attorney At Law, 1550 NE Miami Gardens Drive, Suite 305, North Miami Beach, Florida 33179

The undersigned has executed these Articles of Incorporation this 8th day of September, 2004.

Gene S. Rosen, Incorporator

Prepared By: Gene S. Rosen Suite 305 1550 NE Miami Gardens Drive North Miami Beach, FL 33179 Florida Bar #: 175752 Telephone: 305-949-2113

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section §607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

- 1. The name of the corporation is: <u>CASH PASS</u>, <u>INC</u>.
- 2. The name and address of the registered agent and office is:

Gene S. Rosen, Attorney At Law Name

1550 NE Miami Gardens Drive, Suite 305
Address (F.O. Box not acceptable)

North Miami Beach, Florida 33179 City, State, Zip Code

ne S. Rosen, Incorporator

Gene S. Rosen, Incorporator Date: September 8, 2004

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature: Gene S. Rosen

Date: September 8, 2004

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